

COURT FILE NUMBER 1903-24389
COURT COURT OF QUEEN'S BENCH
OF ALBERTA
JUDICIAL CENTRE EDMONTON

IN THE MATTER OF THE *COMPANIES'*
CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c.
C-36, as amended

AND IN THE MATTER OF A PLAN OF
COMPROMISE OR ARRANGEMENT OF TLI CHO
LANDTRAN TRANSPORT LTD., 1456998
ALBERTA LTD., and 1456982 ALBERTA LTD.

APPLICANT TLI CHO INVESTMENT CORPORATION
RESPONDENTS TLI CHO LANDTRAN TRANSPORT LTD.,
1456998 ALBERTA LTD., and 1456982 ALBERTA
LTD.

DOCUMENT **ORDER**

CONTACT INFORMATION OF
PARTY FILING THIS
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File No. 261496

DATE ON WHICH ORDER WAS PRONOUNCED: May 28, 2020
LOCATION OF HEARING: Edmonton Law Courts
NAME OF JUDGE WHO MADE THIS ORDER: Justice Kevin S. Feth

UPON the application of Tłchq Investment Corporation; AND UPON reviewing the order of the Honourable Justice Mah, granted February 28, 2020 (the “Auction Services Approval and Vesting Order”); AND UPON reviewing the order of the Honourable Justice Mah, granted March 6, 2020 (the “First Varying Order”); AND UPON reviewing the order of the Honourable Justice Renke, granted May 15, 2020 (the “Second Varying Order”); AND UPON reviewing the Fourth Report of the Monitor, dated May 19, 2020 (the “Fourth Report”), AND UPON noting the consent of the Applicant, the Monitor, and Canadian Imperial Bank of Commerce (“CIBC”); AND UPON being advised that no objections were received from the service list created in the within proceedings;

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of this application and time for service of this application is abridged to that actually given.

DISTRIBUTIONS TO CIBC

2. The Monitor, its counsel, or the Applicant are each hereby authorized to pay from time to time to CIBC such distributions from the net proceeds of the sale of Assets (as defined in the Auction Services Approval and Vesting Order) including any deposits paid in connection therewith, as are required to repay amounts owing by the Companies to CIBC under their secured credit facilities upon the filing date (the “Secured Indebtedness”), subject to such reasonable reserves of funds as the Monitor deems necessary:
 - (a) for the administration of these proceedings, and
 - (b) to satisfy applicable priority claims, including but not limited to the Lien Claims (as defined in the Third Report).
3. The reserve of funds for the Lien Claims (as defined in the Fourth Report) shall be no less than \$435,514 (the “Lien Claim Reserve”).
4. The Lien Claim Reserve shall held in trust by the Monitor or its counsel pending a determination of the Lien Claims (as defined in the Fourth Report).

5. The Garage Keepers' liens described in Schedule "A" are hereby declared to be valid to the extent of the amounts described in Schedule "A" (the "Valid Lien Claims").
6. The Valid Lien Claims rank senior in priority to the security interests granted by the Companies in favour of CIBC.
7. The Monitor or its counsel are hereby authorized and directed to make distributions from the Lien Claim Reserve to satisfy the Valid Lien Claims.
8. The Monitor, its counsel, or the Applicant are each hereby authorized to make further payments to CIBC from available cash in the within proceedings other than the Lien Claim Reserve, in such amounts as are determined by the Monitor up to the amount of the Secured Indebtedness.
9. Service of this Order shall be deemed good and sufficient by:
 - (a) Serving the same on the persons listed on the service list created in these proceedings;
 - (b) Posting a copy of this Order on the Monitor's website at: <https://mnpdebt.ca/en/corporate/Engagements/ventures-west-transport-limited-partnership>and service on any other person is hereby dispensed with.
10. Service of this Order may be effected by facsimile, electronic mail, personal delivery or courier. Service is deemed to be effected the next business day following transmission or delivery of this Order.



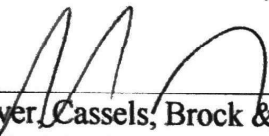
Justice of the Court of Queen's Bench of Alberta

Consented to this 25th day of May, 2020



Adam Maerov, McMillan LLP
counsel to the Applicant,

Consented to this 22 day of May, 2020



Jeffery Oliver, Cassels, Brock & Blackwell LLP
counsel to the Monitor

Consented to this _____ day of May, 2020

Michael McCabe, Reynolds Mirth Richards & Farmer LLP
counsel to CIBC

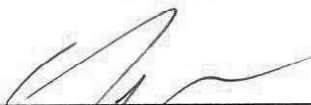
Consented to this _____ day of May, 2020

Adam Maerov, McMillan LLP
counsel to the Applicant,

Consented to this _____ day of May, 2020

Jeffery Oliver, Cassels, Brock & Blackwell LLP
counsel to the Monitor

Consented to this 25 day of May, 2020



Michael McCabe, Reynolds Mirth Richards & Farmer LLP
counsel to CIBC

Schedule "A"

Valid Lien Claims

Lien Claimant	Personal Property Registry Registration Numbers	Amount Declared Valid
Advance Tank Centres Ltd.	19120336307 19120337583 19120337826 19120338157 19120338355 19120338702 19120339020 19120339453 19120339655 19120410377 19120410662 19120411143 19120411940 19120412663 19120414370 19120415007 19120415359 19120415725 19120416083 19120416336 19120416671 19120416995 19120417386 19120417707 19120419547 19120423062 19120424223 19120435318 19120435861 19120435999 19120436067 19120436123 19120516295 19120610893	\$126,009.87
Tremcar West Inc.	19122308252 19122308640 19122309036 19122309522	\$41,432.51

	19122310192 19122310639 19122311193 19122311511	
Full Tilt Auto & Tuning Inc.	19113005979 19113006051 19113006111	\$21,848.68
Winfield Heavy Truck & Collision Repair	19120624959	\$29,545.02
Blue Diamond Enterprises Ltd.	19120510097	\$3,633.46
Hart Transmission Repair Ltd.	19112019299 19112021326 19112023067 19112519043	\$22,989.66
New North Truck and Equipment	None.	\$1,795.00
Micron Industries Inc.	None.	\$16,490.00